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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

	X	
In re	:	Chapter 11
	:	
GARRETT MOTION INC., <i>et al.</i> , ¹	:	Case No. 20-12212 (MEW)
	:	
Debtors.	:	Jointly Administered
	:	
	X	

**AMENDED² AGENDA FOR HEARING ON
OCTOBER 21, 2020 AT 11:00AM (ET)**

HEARING

A hearing (the “Hearing”) will be held **on October 21, 2020 at 11:00 AM (ET)** before the Honorable Judge Michael E. Wiles, United States Bankruptcy Judge for the United States Bankruptcy Court for the Southern District of New York (the “Court”). In light of the COVID-19 pandemic and the Court’s General Order M-543, dated March 20, 2020, and the Court’s Order Establishing Procedures for Remote Evidentiary Hearing on October 21, 2020 [D.I. 226] (the “Hearing Procedures Order”), the Hearing will only be conducted remotely using audio and video conferencing solutions. Parties wishing to participate in the Hearing must make arrangements pursuant to the Hearing Procedures Order. A copy of each pleading to be addressed at the Hearing can be viewed (a) for a fee on the Court’s website at

¹ The last four digits of Garrett Motion Inc.’s tax identification number are 3189. Due to the large number of debtor entities in these Chapter 11 Cases, which are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <http://www.kccllc.net/garrettmotion>. The Debtors’ corporate headquarters is located at La Pièce 16, Rolle, Switzerland.

² **Amended items appear in bold.**

www.ecf.uscourts.gov and (b) free of charge on the website of the Debtors' proposed claims and noticing agent, Kurtzman Carson Consultants LLC at <http://www.kccllc.net/garrettmotion>.

MATTERS GOING FORWARD

I. UNCONTESTED MATTERS

1. Employee Wages and Benefits: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to (A) Pay Prepetition Wages, Salaries, Employee Benefits, Prepetition Payroll Taxes and Other Compensation and (B) Maintain Employee Compensation and Benefits Programs and Pay Related Administrative Obligations, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 11]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 19, 2020 at 12:00 p.m. (ET)
 - b. Related Documents:
 - i. Interim Order (I) Authorizing, But Not Directing, the Debtors to (A) Pay Prepetition Wages, Salaries, Employee Benefits, Prepetition Payroll Taxes and Other Compensation and (B) Maintain Employee Compensation and Benefits Programs and Pay Related Administrative Obligations, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 48]
 - ii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but not Directing, the Debtors to (A) Pay Prepetition Wages, Salaries, Employee Benefits, Prepetition Payroll Taxes and Other Compensation and (B) Maintain Employee Compensation and Benefits Programs and Pay Related Administrative Obligations, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 235]

Status: This matter will be going forward on an uncontested basis.

2. Net Operating Losses: Debtors' Motion for Entry of Interim and Final Orders (I) Establishing Notice and Objection Procedures for Transfers of Equity Securities and Claims of Worthless Stock Deductions and (II) Granting Related Relief [D.I. 13]

- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
- b. Related Documents:
 - i. Notice of Filing of Revised Proposed Interim Order
(I) Establishing Notice and Objection Procedures for Transfers of Equity Securities and Claims of Worthless Stock Deductions and
(II) Granting Related Relief [D.I. 61]
 - ii. Interim Order (I) Establishing Notice and Objection Procedures for Transfers of Equity Securities and Claims of Worthless Stock Deductions and (II) Granting Related Relief [D.I. 90]
 - iii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Establishing Notice and Objection Procedures for Transfers of Equity Securities and Claims of Worthless Stock Deductions and (II) Granting Related Relief [D.I. 225]

Status: This matter will be going forward on an uncontested basis.

- 3. Cash Management: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to (A) Continue to Use Their Cash Management System, Including Existing Bank Accounts, (B) Pay or Honor Certain Prepetition Obligations Related Thereto and (C) Maintain Existing Business Forms, (II) Authorizing Intercompany Transactions, (III) Waiving the Requirements of Section 345(b) and (IV) Granting Related Relief [D.I. 14]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 19, 2020 at 12:00 p.m. (ET)
 - b. Related Documents:
 - i. Interim Order (I) Authorizing, But Not Directing, the Debtors to (A) Continue to Use Their Cash Management System, Including Existing Bank Accounts, (B) Pay or Honor Certain Prepetition Obligations Related Thereto and (C) Maintain Existing Business Forms, (II) Authorizing Intercompany Transactions, (III) Extending the Time to Comply With the Requirements of Section 345(B) and (IV) Granting Related Relief [D.I. 53]
 - ii. Second Interim Order (I) Authorizing, But Not Directing, the Debtors to (A) Continue to Use Their Cash Management System,

Including Existing Bank Accounts, (B) Pay or Honor Certain Prepetition Obligations Related Thereto and (C) Maintain Existing Business Forms, (II) Authorizing Intercompany Transactions, (III) Extending the Time to Comply With the Requirements of Section 345(B) and (IV) Granting Related Relief [D.I. 72]

- iii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but not Directing, the Debtors to (A) Continue to Use Their Cash Management System, Including Existing Bank Accounts, (B) Pay or Honor Certain Prepetition Obligations Related Thereto and (C) Maintain Existing Business Forms, (II) Authorizing Intercompany Transactions, (III) Waiving the Requirements of Section 345(b) and (IV) Granting Related Relief [D.I. 241]

Status: This matter will be going forward on an uncontested basis.

- 4. S&C Retention: Debtors' Application for an Order Authorizing the Retention and Employment of Sullivan & Cromwell LLP as Counsel to the Debtors and Debtors-in-Possession *Nunc Pro Tunc* to the Petition Date and Notice of Opportunity for Hearing [D.I. 123]

- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)

- b. Related Documents:

- i. Certificate of No Objection to Debtors' Application for an Order Authorizing the Retention and Employment of Sullivan & Cromwell LLP as Counsel to the Debtors and Debtors-in-Possession *Nunc Pro Tunc* to the Petition Date and Notice of Opportunity for Hearing [D.I. 206]

Status: This matter will be going forward on an uncontested basis.

- 5. AlixPartners Retention: Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of AlixPartners, LLP as Their Restructuring Advisor *Nunc Pro Tunc* to the Petition Date [D.I. 125]

- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)

- b. Related Documents:

- i. Certificate of No Objection to Application of the Debtors for Entry

of an Order Authorizing the Employment and Retention of
AlixPartners, LLP as Their Restructuring Advisor *Nunc Pro Tunc*
to the Petition Date [D.I. 207]

Status: This matter will be going forward on an uncontested basis.

6. Deloitte Retention: Application of the Debtors for Entry of an Order Authorizing the Retention and Employment of Deloitte AG as Auditor and Advisory Services Provider to the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 126]

a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00
p.m. (ET)

b. Related Documents:

- i. Supplemental Declaration of Matthias Gschwend and David McNeil in Support of the Application of Debtors for Entry of an Order Authorizing the Retention and Employment of Deloitte AG as Auditor and Advisory Services Provider for the Debtors Effective as of the Petition Date [D.I. 191]
- ii. Certificate of No Objection to Application of the Debtors for Entry of an Order Authorizing the Retention and Employment of Deloitte AG as Auditor and Advisory Services Provider to the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 209]

Status: This matter will be going forward on an uncontested basis.

7. KCC Retention: Debtors' Application Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective *Nunc Pro Tunc* to the Petition Date [D.I. 127]

a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00
p.m. (ET)

b. Related Documents:

- i. Certificate of No Objection to Application Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective *Nunc Pro Tunc* to the Petition Date [D.I. 208]

Status: This matter will be going forward on an uncontested basis.

8. Schulte Roth Retention: Debtors' Application Pursuant to 11 U.S.C. § 363(b) Authorizing the Debtors to Pay the Fees and Expenses of Schulte Roth & Zabel LLP as Counsel to the Transaction Committee Appointed by the Board of Directors of Garrett Motion Holdings, Inc. [D.I. 130]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
 - b. Related Documents:
 - i. Notice of Revised Proposed Order Pursuant to 11 U.S.C. § 363(b) Authorizing the Debtors to Pay the Fees and Expenses of Schulte Roth & Zabel LLP as Counsel to the Transaction Committee Appointed by the Board of Directors of Garrett Motion Holdings, Inc. [D.I. 188]
 - ii. Certificate of No Objection to Debtors' Application Pursuant to 11 U.S.C. § 363(b) Authorizing the Debtors to Pay the Fees and Expenses of Schulte Roth & Zabel LLP as Counsel to the Transaction Committee Appointed by the Board of Directors of Garrett Motion Holdings, Inc. [D.I. 210]

Status: This matter will be going forward on an uncontested basis.

9. Simpson Thacher Retention: Application of the Debtors for Entry of an Order Pursuant to Section 363(b) of the Bankruptcy Code to Pay the Fees and Expenses of Simpson Thacher & Bartlett LLP as Counsel to the Independent Director and Sole Member of the Transaction Committee of Garrett ASASCO, Inc., Effective as of the Petition Date [D.I. 131]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
 - b. Related Documents:
 - i. Notice of Revise Proposed Order Authorizing the Retention and Employment of Simpson Thacher & Bartlett LLP as Counsel to the Independent Director and Sole Member of the Transaction Committee of Debtor Garrett ASASCO, Inc. Pursuant to Section 363(b) of the Bankruptcy Code, Effective as of the Petition Date [D.I. 189]
 - ii. Certificate of No Objection to Application of the Debtors for Entry of an Order Pursuant to Section 363(b) of the Bankruptcy Code to

Pay the Fees and Expenses of Simpson Thacher & Bartlett LLP as Counsel to the Independent Director and Sole Member of the Transaction Committee of Garrett ASASCO, Inc., Effective as of the Petition Date [D.I. 213]

Status: This matter will be going forward on an uncontested basis.

10. FTI Consulting Retention: Debtors' Application for an Order Pursuant to 11 U.S.C. §§ 105(a) and 363(b) Authorizing the Debtors to Retain FTI Consulting, Inc. as Advisor to the Independent Director and Sole Member of the Transaction Committee of Garrett ASASCO Inc., Effective as of the Petition Date [D.I. 132]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
 - b. Related Documents:
 - i. Notice of Proposed Order Notice of Revised Proposed Order Authorizing the Debtors to Retain FTI Consulting, Inc. as Advisor to the Independent Director and Sole Member of the Transaction Committee of Garrett ASASCO, Inc., Effective as of the Petition Date [D.I. 190]
 - ii. Certificate of No Objection to Debtors' Application for an Order Pursuant to 11 U.S.C. §§ 105(a) and 363(b) Authorizing the Debtors to Retain FTI Consulting, Inc. as Advisor to the Independent Director and Sole Member of the Transaction Committee of Garrett ASASCO Inc., Effective as of the Petition Date [D.I. 212]

Status: This matter will be going forward on an uncontested basis.

11. Interim Compensation Procedures: Debtors' Motion for Entry of an Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local Rule 2016-1 Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals [D.I. 133]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
 - b. Related Documents:
 - i. Certificate of No Objection to Debtors' Motion for Entry of an Order Pursuant to Sections 105(a) and 331 of the Bankruptcy

Code, Bankruptcy Rule 2016 and Local Rule 2016-1 Establishing
Procedures for Monthly Compensation and Reimbursement of
Expenses of Professionals [D.I. 214]

Status: This matter will be going forward on an uncontested basis.

12. Ordinary Course Professionals: Debtors' Motion for Entry of an Order Implementing Certain Procedures to Retain, Compensate and Reimburse Professionals Utilized in the Ordinary Course of Business [D.I. 134]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
 - b. Related Documents:
 - i. Certificate of No Objection to Debtors' Motion for Entry of an Order Implementing Certain Procedures to Retain, Compensate and Reimburse Professionals Utilized in the Ordinary Course of Business [D.I. 215]

Status: This matter will be going forward on an uncontested basis.

13. Independent Director Contract Assumption: Debtors' Motion for an Order Pursuant to Sections 105(a), 363(b) and 365(a) of the Bankruptcy Code Authorizing and Approving the Debtors' Assumption of Independent Director Agreements [D.I. 135]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 19, 2020 at 12:00 p.m. (ET)
 - b. Related Documents:
 - i. Certificate of No Objection to Debtors' Motion for an Order Pursuant to Sections 105(a), 363(b) and 365(a) of the Bankruptcy Code Authorizing and Approving the Debtors' Assumption of Independent Director Agreements [D.I. 239]

Status: This matter will be going forward on an uncontested basis.

14. Bar Date: Debtors' Motion for an Order Establishing Deadlines for Filing Proofs of Claim Against Certain Debtors and Approving the Form and Manner of Notice Thereof [D.I. 136]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)

Solely for the Committee, October 16, 2020 at 4:00
p.m. (ET)

b. Related Documents:

- i. Certificate of No Objection to Debtors' Motion for an Order Establishing Deadlines for Filing Proofs of Claim Against Certain Debtors and Approving the Form and Manner of Notice Thereof [D.I. 216]

Status: This matter will be going forward on an uncontested basis.

15. Quinn Emanuel Retention: Application of Debtors and Debtors In Possession for Entry of an Order Authorizing Retention and Employment of Quinn Emanuel Urquhart & Sullivan LLP as Special Counsel Pursuant to Bankruptcy Code Sections 327(e), 328(a), and 1107(b), *Nunc Pro Tunc* to the Petition Date and Notice of Opportunity for Hearing [D.I. 137]

- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00
p.m. (ET)

b. Related Documents:

- i. Supplemental Declaration of Matthew Scheck in Support of Application of Debtors and Debtors in Possession for Entry of an Order Authorizing Retention and Employment of Quinn Emanuel Urquhart & Sullivan, LLP as Special Counsel Pursuant to Bankruptcy Code Sections 327(E), 328(A), and 1107(B), *Nunc Pro Tunc* to the Petition Date and Notice Of Opportunity for Hearing [D.I. 204]
- ii. Certificate of No Objection to Application of Debtors and Debtors In Possession for Entry of an Order Authorizing Retention and Employment of Quinn Emanuel Urquhart & Sullivan LLP as Special Counsel Pursuant to Bankruptcy Code Sections 327(e), 328(a), and 1107(b), *Nunc Pro Tunc* to the Petition Date and Notice of Opportunity for Hearing [D.I. 211]

Status: This matter will be going forward on an uncontested basis.

16. DIP Financing: Debtors Motion for Entry of Interim and Final Orders, pursuant to 11 U.S.C. §§ 105, 361, 362, 363(b), 363(c)(2), 363(e), 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), 364(e), 503, 506(c), 507 and 552 (I) Authorizing the Debtors to (a) Obtain Postpetition Financing and (b) Use Cash Collateral; (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status;

(III) Granting Adequate Protection to the Prepetition Secured Parties;
(IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing and
(VI) Granting Related Relief [D.I. 17] (the “DIP Motion”)

a. Objection Deadline: October 16, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 18, 2020 at 12:00
p.m. (ET)

b. Related Documents:

- i. Declaration of Sean Deason in Support of the Debtors’ Chapter 11 Petitions and First Day Pleadings [D.I. 15]
- ii. Declaration of Scott M. Tandberg, Director at AlixPartners, LLP, in Support of the Debtors’ Chapter 11 Petitions and First Day Motions [D.I. 16]
- iii. Amendment to Declaration of Sean Deason in Support of the Debtors’ Chapter 11 Petitions and First Day Pleadings [D.I. 46]
- iv. Supplemental Declaration of Scott M. Tandberg, Director at AlixPartners, LLP, in Support of the Debtors’ Chapter 11 Petitions and First Day Motions [D.I. 51]
- v. Interim Order (I) Authorizing Use of Cash Collateral and Affording Adequate Protection; (II) Modifying the Automatic Stay; (III) Scheduling a Continued Interim Hearing; and (IV) Granting Related Relief [D.I. 56]
- vi. Notice of Filing of Revised DIP Credit Agreement [D.I. 92]
- vii. Declaration of Scott M. Tandberg in Support of the Debtors’ DIP Motion [D.I. 93]
- viii. Supplemental Declaration of Bruce Mendelsohn in Support of Debtors’ DIP Motion [D.I. 94]
- ix. Supplemental Declaration of Sean Deason in Support of the Debtors’ DIP Financing [D.I. 95]
- x. Order Authorizing Honeywell to File Objection to Debtors’ DIP Motion under Seal and Granting Related Relief [D.I. 106]
- xi. Order Pursuant to 11 U.S.C. §§ 105(a) and 107(b) and Fed. R. Bankr. P. 9018 Authorizing Certain Shareholders to Redact and File Under Seal Debtors’ Motion for Entry of Interim and Final Orders Authorizing Debtors to Obtain Postpetition Financing and

Related Relief [D.I. 121]

- xii. Order Extending the Outside Date under the Interim Cash Collateral Order [D.I. 124]
- xiii. Debtors' Omnibus Reply in Support of Debtors' DIP Motion z [D.I. 142]
- xiv. Second Supplemental Declaration of Bruce Mendelsohn in Support of Debtors' DIP Motion [D.I. 143]
- xv. Supplemental Declaration of Scott M. Tandberg in Support of the Debtors' DIP Motion [D.I. 144]
- xvi. Reply and Joinder of the Ad Hoc Group of First Lien Lenders in Support of the Debtors' DIP Financing Motion [D.I. 145]
- xvii. Redacted Sur-Reply in Support of Honeywell's Limited Objection to the Debtors' DIP Motion [D.I. 150 EX. B]
- xviii. Order Authorizing Honeywell to File Sur-Reply to Objection to Debtors' DIP Motion under Seal and Granting Related Relief [D.I. 152]
- xix. Order Authorizing Honeywell to File Sur-Reply to Objection to Debtors' DIP Motion [D.I. 155]
- xx. Debtors' Statement with Respect to Motion of Honeywell International Inc. to File a Sur-Reply to the Debtors' DIP Motion [D.I. 156]
- xxi. Interim Order (I) Authorizing the Debtors to (a) Obtain Postpetition Financing and (b) Use Cash Collateral; (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status; (III) Granting Adequate Protection to the Prepetition Secured Parties; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing and (VI) Granting Related Relief [D.I. 169] [D.I. 169 EX 1] [D.I. 169 EX 2] [D.I. 169 Schedule 1]
- xxii. Declaration of Sean Deason in Support of Final Approval of Debtors DIP Financing [D.I. 196]
- xxiii. Declaration of Bruce Mendelsohn in Support of Final Approval of Debtors DIP Financing [D.I. 197]
- xxiv. Declaration of Scott M. Tandberg, Director, AlixPartners, LLP, in

Support of Final Approval of Debtors DIP Financing [D.I. 198]

- xxv. Debtors' Reply in Support of Debtors' Motion for Entry of Interim and Final Orders, Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503, 506, 507, 552, (I) Authorizing Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Modifying the Automatic Stay, and (V) Granting Related Relief [D.I. 231]
- xxvi. Notice of Filing of Proposed Final Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims and Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Modifying the Automatic Stay, and (V) Granting Related Relief [D.I. 238]
- xxvii. **Notice of Filing of Amended Proposed Final Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims and Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Modifying the Automatic Stay, and (V) Granting Related Relief [D.I. 251]**

c. Responses Received:

- i. Limited Objection to the Debtors' Motion for Entry of Interim and Final Orders, Pursuant to 11 U.S.C. §§ 105, 361, 362, 364, 504, 506, 507 and 552, (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims With Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing and (VI) Granting Related Relief [D.I. 201]
- ii. Joint Stipulation of Facts Between Honeywell International Inc. and the Ad Hoc Group of First Lien Lenders [D.I. 202]

Status: This matter will be going forward on an uncontested basis.

II. CONTESTED MATTERS

- 17. Bidding Procedures Motion: Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving

the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing,
(D) Authorizing and Approving Assumption and Assignment Procedures,
(E) Approving Notice Procedures and (F) Granting Other Relief [D.I. 18]

- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
For the Bondholders, October 16, 2020 at 12:00 p.m. (ET)
For Honeywell, the Equity Noteholders, Centerbridge and
Oaktree, October 16, 2020 at 11:59 p.m. (ET)
For the Committee, October 19, 2020 at 4:00 p.m. (ET)

b. Related Documents:

- i. Declaration of Regina Savage in Support of Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing, (D) Authorizing and Approving Assumption and Assignment Procedures, (E) Approving Notice Procedures and (F) Granting Other Relief [D.I. 19]
- ii. Statement Notice of Filing of (I) Long-Form Stalking Horse Purchase Agreement with Exhibits and Annexes and (II) Waiver Letter with Respect to Stalking Horse Purchase Agreement [D.I. 193]
- iii. Order Authorizing Honeywell to File its Objection to Debtors' Bid Procedures Motion Under Seal and Granting Related Relief [D.I. 228]
- iv. Statement and Reservation of Rights of the Official Committee of Unsecured Creditors to the Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing, (D) Authorizing and Approving Assumption and Assignment Procedures, (E) Approving Notice Procedures, and (F) Granting Other Relief [D.I. 229]
- v. Debtors' Omnibus Reply in Support of Bid Procedures Motion [D.I. 232]
- vi. Declaration of Andrew G. Dietderich in Support of the Debtors' Omnibus Reply in Support of Bid Procedures Motion [D.I. 233]
- vii. Notice of Filing of Revised Proposed Order (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving the

Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing,
(D) Approving Notice Procedures and (E) Granting Other Relief
[D.I. 234]

c. Responses Received:

- i. Objection / Limited Objection of Ad Hoc Group of Secured Noteholders to Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing, (D) Authorizing and Approving Assumption and Assignment Procedures, (E) Approving Notice Procedures and (F) Granting Other Relief [D.I. 199]
- ii. Limited Objection and Reservation of Rights Concerning Debtors' Bid Procedures Motion [D.I. 203]
- iii. Objection of Certain Shareholders to Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing, (D) Authorizing and Approving Assumption and Assignment Procedures, (E) Approving Notice Procedures and (F) Granting Other Relief [D.I. 205]
- iv. Motion for Entry of an Order Authorizing Honeywell to File Its Objection to the Debtors' Bid Procedures Motion Under Seal [D.I. 217]
- v. Objection to Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing, (D) Authorizing and Approving Assumption and Assignment Procedures, (E) Approving Notice Procedures and (F) Granting Other Relief [D.I. 218]
- vi. Declaration Of Nicole L. Greenblatt In Support Of The Objection to Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures, (B) Authorizing and Approving the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing, (D) Authorizing and Approving Assumption and Assignment Procedures, (E) Approving Notice Procedures and (F) Granting Other Relief [D.I. 219]
- vii. Objection of Centerbridge and Oaktree to Debtors' Motion for One or More Orders (A) Authorizing and Approving Bid Procedures,

(B) Authorizing and Approving the Stalking Horse Bid Protections, (C) Scheduling a Sale Hearing, (D) Authorizing and Approving Assumption and Assignment Procedures, (E) Approving Notice Procedures and (F) Granting Other Relief [D.I. 220]

Status: This matter will be going forward.

RESOLVED MATTERS

18. Insurance: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to (A) Continue Their Insurance Policies and Pay All Obligations in Respect Thereof, and (B) Renew, Supplement, Modify or Purchase New Insurance Policies or Obtain New Insurance Coverage, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 7]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
 - b. Related Documents:
 - i. Interim Order (I) Authorizing, But Not Directing, the Debtors to (A) Continue Their Insurance Policies and Pay All Obligations in Respect Thereof, and (B) Renew, Supplement, Modify or Purchase New Insurance Policies or Obtain New Insurance Coverage, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 78]
 - ii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to (A) Continue Their Insurance Policies and Pay All Obligations in Respect Thereof, and (B) Renew, Supplement, Modify or Purchase New Insurance Policies or Obtain New Insurance Coverage, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 222]
 - iii. **Final Order (I) Authorizing, But Not Directing, the Debtors to (A) Continue Their Insurance Policies and Pay All Obligations in Respect Thereof, and (B) Renew, Supplement, Modify or Purchase New Insurance Policies or Obtain New Insurance Coverage, (II) Authorizing Applicable Banks and Other**

**Financial Institutions to Honor and Process Related Checks
and Transfers and (III) Granting Related Relief [D.I. 246]**

Status: On October 20, 2020, the Court entered an order resolving the Debtors' motion [D.I. 246]. Consequently, no hearing with respect to this matter is required.

19. Taxes: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition Taxes and Fees, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 8]
 - a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 16, 2020 at 4:00 p.m. (ET)
 - b. Related Documents:
 - i. Interim Order (I) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition Taxes and Fees, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 79]
 - ii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition Taxes and Fees, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 224]
 - iii. **Final Order (I) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition Taxes and Fees, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 244]**

Status: On October 20, 2020, the Court entered an order resolving the Debtors' motion [D.I. 244]. Consequently, no hearing with respect to this matter is required.

20. Critical Vendors: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of (A) Critical Vendors and (B) Potential Lien Claimants, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 9]
- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 19, 2020 at 12:00 p.m. (ET)
- b. Related Documents:
- i. Interim Order (I) Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of (A) Critical Vendors and (B) Potential Lien Claimants, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 49]
- ii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but Not Directing, Debtors to Pay Prepetition Claims of (A) Critical Vendors and (B) Potential Lien Claimants, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 237]
- iii. **Final Order (I) Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of (A) Critical Vendors and (B) Potential Lien Claimants, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 247]**

Status: On October 20, 2020, the Court entered an order resolving the Debtors' motion [D.I. 247]. Consequently, no hearing with respect to this matter is required.

21. Foreign Vendors: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of Foreign Vendors, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 10]
- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 19, 2020 at 12:00 p.m. (ET)
- b. Related Documents:
- i. Interim Order (I) Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of Foreign Vendors, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 73]
- ii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but not Directing, Debtors to Pay Prepetition Claims of Foreign Vendors, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 236]
- iii. **Final Order (I) Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of Foreign Vendors, (II) Confirming Administrative Expense Priority of Outstanding Orders, (III) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (IV) Granting Related Relief [D.I. 248]**

Status: On October 20, 2020, the Court entered an order resolving the Debtors' motion [D.I. 248]. Consequently, no hearing with respect to this matter is required.

22. Customer Programs: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to Maintain Their Customer Programs and Honor Related Prepetition Obligations, (II) Authorizing Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 12]
- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)

Solely for the Committee, October 16, 2020 at 4:00
p.m. (ET)

b. Related Documents:

- i. Interim Order (I) Authorizing, But Not Directing, the Debtors to Maintain Their Customer Programs and Honor Related Prepetition Obligations, (II) Authorizing Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 74]
- ii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to Maintain Their Customer Programs and Honor Related Prepetition Obligations, (II) Authorizing Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 223]
- iii. **Final Order (I) Authorizing the Debtors to Maintain Their Customer Programs and Honor Related Prepetition Obligations, (II) Authorizing Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [D.I. 245]**

Status: On October 20, 2020, the Court entered an order resolving the Debtors' motion [D.I. 245]. Consequently, no hearing with respect to this matter is required.

23. Hedging: Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to Enter Into, Continue Performing and Provide Credit Support Under, Hedging and Derivative Contracts and (II) Granting Related Relief [D.I. 20]

- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 19, 2020 at 12:00
p.m. (ET)

b. Related Documents:

- i. Interim Order (I) Authorizing, But Not Directing, the Debtors to Enter Into, Continue Performing, and Provide Credit Support Under, Hedging and Derivative Contracts and (II) Granting Related Relief [D.I. 170]
- ii. Certificate of No Objection to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the

Debtors to Enter Into, Continue Performing and Provide Credit Support Under, Hedging and Derivative Contracts and (II) Granting Related Relief [D.I. 240]

iii. Final Order (I) Authorizing, But Not Directing, the Debtors to Enter Into, Continue Performing, and Provide Credit Support Under Hedging and Derivative Contracts and (II) Granting Related Relief [D.I. 249]

Status: On October 20, 2020, the Court entered an order resolving the Debtors' motion [D. I. 249]. Consequently, no hearing with respect to this matter is required.

III. ADJOURNED MATTERS

24. Perella Weinberg Retention: Application of the Debtors for Authority to Retain and Employ Perella Weinberg Partners LP as Restructuring Investment Banker to the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 128]
- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
Solely for the Committee, October 19, 2020 at 12:00 p.m. (ET)
 - b. Related Documents:
 - i. Supplemental Declaration of Bruce Mendelsohn in Support of Application of Debtors for Authority to Retain and Employ Perella Weinberg Partners LP as Restructuring Investment Banker to the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 179]
 - ii. Notice of Revised Proposed Order Granting Application of Debtors for Authority to Retain and Employ Perella Weinberg Partners LP as Restructuring Investment Banker to the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 180]

Status: With the Court's permission, this matter is adjourned to the next scheduled hearing.

25. Morgan Stanley Retention: Debtors' Application for an Order Authorizing the Debtors to Employ and Retain Morgan Stanley & Co. LLC as M&A Financial Advisor and Investment Banker to the Debtors as of the Petition Date [D.I. 129]
- a. Objection Deadline: October 14, 2020 at 4:00 p.m. (ET)
For the Committee, October 19, 2020 at 12:00 p.m. (ET)
For the U.S. Trustee, October 19, 2020 at 4:00 p.m. (ET)

Status: With the Court's permission, this matter is adjourned to the next scheduled hearing

Dated: October 20, 2020
New York, New York

/s/ Andrew G. Dietderich

Andrew G. Dietderich

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